

EXHIBIT 2

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Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

MARVEL WORLDWIDE, INC.,
MARVEL CHARACTERS, INC. and
MVL RIGHTS, LLC,

Plaintiffs,

-against-

LISA R. KIRBY, BARBARA J. KIRBY,
NEAL L. KIRBY and SUSAN M. KIRBY,

Defendants.

LISA R. KIRBY, BARBARA J. KIRBY,
NEAL L. KIRBY and SUSAN M. KIRBY,

Counterclaimants,

Civil Action No. 10-141 (CM) (KF)

[Hon. Colleen McMahon]

[ECF Case]

-against-

MARVEL ENTERTAINMENT, INC.,
MARVEL WORLDWIDE, INC.,
MARVEL CHARACTERS, INC., MVL
RIGHTS, LLC, THE WALT DISNEY
COMPANY and DOES 1 through 10,

Counterclaim-Defendants.

RESPONSE TO DEFENDANTS' FIRST SET OF REQUESTS FOR ADMISSION

Pursuant to Rules 33 and 36 of the Federal Rules of Civil Procedure, Plaintiffs Marvel Worldwide, Inc., Marvel Characters, Inc. and MVL Rights, LLC (collectively, "Marvel"), by their undersigned attorneys, Weil, Gotshal & Manges LLP, Haynes and Boone LLP, and Paul, Hastings, Janofsky & Walker LLP, hereby respond and object to the First Set of Requests for Admission to Plaintiffs Marvel Worldwide, Inc., Marvel Characters, Inc. and MVL Rights, LLC dated November 17, 2010 (the "First Request to Admit") of Defendants Barbara J. Kirby and Susan M. Kirby (collectively, "Defendants") as follows:

GENERAL OBJECTIONS

A. Marvel objects to the First Request to Admit to the extent that it purports to obligate Marvel to respond in a manner which exceeds the requirements of the Federal Rules of Civil Procedure.

B. Marvel objects to the First Request to Admit to the extent that it requires disclosure of any matter that involves privileged attorney-client material, attorney work product, or is otherwise protected from discovery.

C. Marvel objects to the Definitions and Instructions contained in the First Request to Admit on the ground that they are overbroad and ambiguous.

D. Marvel does not waive and hereby expressly reserves its right to object to the relevancy, materiality or admissibility of any request made in or response to the First Request to Admit.

RESPONSES AND OBJECTIONS TO THE REQUESTS

1. Admit that YOU have no written AGREEMENT between KIRBY and MARVEL from January 1, 1950 - January 1, 1964.

RESPONSE: Admitted that Marvel does not possess copies of any written agreement between KIRBY and MARVEL from January 1, 1950 – January 1, 1964.

2. Admit that YOU have no checks issued to KIRBY from MARVEL between January 1, 1950 - January 1, 1966.

RESPONSE: Admitted that MARVEL does not possess copies of any checks issued to KIRBY from MARVEL between January 1, 1950 – January 1, 1966.

3. Admit that you have no written AGREEMENT between any freelance artist and MARVEL from January 1, 1957 - January 1, 1964.

RESPONSE: Admitted that MARVEL does not possess copies of any written agreement between any freelance artist and MARVEL from January 1, 1957 – January 1, 1964.

4. Admit that you have no checks issued to any freelance artists from MARVEL between January 1, 1950 - January 1, 1964.

RESPONSE: Admitted that MARVEL does not possess copies of any checks issued to any freelance artists from MARVEL between January 1, 1950 - January 1, 1964.

5. Admit that John Romita, Sr. did not work for MARVEL between 1958 - 1963.

RESPONSE: Admitted that John V. Romita did not work for MARVEL between approximately the middle of 1958 and 1963. Denied that John V. Romita did not work for MARVEL for the entirety of 1958.

6. Admit that Roy Thomas did not work for MARVEL between 1958 - 1963.

RESPONSE: Admitted.

7. Admit that James Shooter did not work for MARVEL between 1958 - 1963.

RESPONSE: Admitted.

8. Admit that KIRBY did work that was purchased and published by entities other than MARVEL between 1958 - 1963.

RESPONSE: MARVEL lacks knowledge and information to admit or deny, and states that such information cannot readily be obtained through reasonable inquiry.

9. Admit that between 1958 - 1963 KIRBY was not paid for those pages of his artwork that MARVEL rejected.

RESPONSE: Denied.

10. Admit that KIRBY was not provided health insurance by MARVEL between 1958 - 1963.

RESPONSE: Admitted.

11. Admit that KIRBY was not provided health benefits by MARVEL between 1958 - 1963.

RESPONSE: Admitted.

12. Admit that KIRBY was not provided vacation pay by MARVEL between 1958 - 1963.

RESPONSE: MARVEL does not have sufficient knowledge to either admit or deny this Request, as MARVEL does not possess any documents that address the subject nor does MARVEL have any employees with knowledge on the subject.

13. Admit that MARVEL did not withhold [sic] any income tax from checks issued to KIRBY by MARVEL between 1958 and 1963.

RESPONSE: Admitted.

14. Admit that no legend appeared on the back of checks issued to freelance artists by MARVEL between 1958 and 1963.

RESPONSE: Denied.

15. Admit that legends, if any, on the back of checks issued to freelance artists by MARVEL changed between 1958 and 1988.

RESPONSE: Admitted.

Dated: New York, New York
December 20, 2010

PAUL, HASTINGS, JANOFSKY
& WALKER LLP

By 
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Attorneys for Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that on December 20, 2010, I caused a true and correct copy of the foregoing Response to Defendants' First Set of Requests for Admission to be served by first class mail on the following counsel of record:

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Attorneys for Defendants



Jodi A. Kleinick